

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

IRONWOOD CAPITAL LTD.,

Plaintiff,

v.

IRONWOOD CAPITAL MANAGEMENT, LLC.;
IRONWOOD PARTNERS, LLC.; and ICM SERIES
TRUST

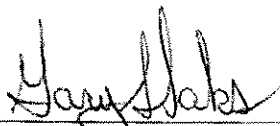
Defendants.

CIVIL ACTION NO.
04CV10726 PBS

DEFENDANTS' CERTIFICATION UNDER L.R. 16.1(D)(2)

We hereby certify that we have conferred:

- (a) With a view to establishing a budget for the costs of conducting the full course -- and various alternative courses -- of the litigation; and
- (b) to consider the resolution of the litigation through the use of alternative dispute resolution programs such as those outlined in L.R. 16.4.



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Dated: June 25, 2004